

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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AFFIDAVIT OF PUBLICATION OF LOUISE FRAMPTON IN THE
DETROIT NEWS & DETROIT FREE PRESS

State of Michigan
County of Wayne

ss

Affidavit of Publication

IN



Miller Legal Services

2442 N. Lincoln Ave., 2nd Floor

Chicago, IL 60614

Clipping of or
typewritten
copy of the
advertisement
referred to in
this affidavit:

Delphi
Free Press - Page 2D
News - Page 2C

Louise Frampton Being duly sworn, deposes and
says that the advertising illustrated above was published under the
classification ROP in The Detroit News / Free Press
on the following dates: Thursday, December 20, 2007
Invoice Number: NC170069 and as an authorized employee
of The Detroit Newspapers he/she knows well the facts stated herein.

Signed

A handwritten signature in cursive script that reads "Louise Frampton".

Louise Frampton

Sworn and subscribed to me, a notary Public in and for
Wayne County, State of Michigan.

On This

31

Day of

December

2007

Angela Shemon Robinson
Notary Public, State of Michigan
County of Wayne

A handwritten signature in cursive script that reads "Angela Shemon Robinson".

My Commission Expires Oct. 5, 2012
Acting in the County of _____

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lar recovery that character-
ized this case," Barbadoro
wrote in an opinion released
Wednesday.

The settlement followed
the company's breakup into
three parts in June.

Tyco officials said they set-
tled shareholders' claims in
June to clear the way for the
spinoffs.

Tyco made Covidien Ltd., a
Mansfield, Mass.-based med-
ical-supplies maker, and elec-
trical components-maker Ty-
co Electronics Ltd. independ-
ent companies in the hopes of
increasing returns to share-
holders.

Former executives of Ber-
muda-based Tyco, the world's
biggest maker of security sys-
tems, overstated the compa-
ny's income by \$5.8 billion un-
der Kozlowski.

Shareholders claimed the
company lost more than \$100
billion in market value be-
cause of the fraud.

Kozlowski was convicted of
fraud and is serving an 8- to 25-
year prison term in New York.

Largest cash payment

Tyco agreed to pay \$2.98
billion as its part of the settle-
ment. PricewaterhouseCoop-
ers LLC, the company's for-

Write down fuels loss for brokerage

In a sign Wall Street's trou-
bles are far from over, Morgan
Stanley announced a \$3.6-bil-
lion fourth-quarter loss, driven
largely by a \$9.4 billion write-
down of mortgage-related in-
vestments.

The firm also disclosed that
the Chinese government will
purchase a 9.9% stake in the in-
vestment bank for \$5 billion.
Its stock rose \$2.01 to \$50.08.

Morgan Stanley CEO John
Mack expressed his disap-
pointment with the quarterly
results and said he would fore-
go a bonus for the year. In a
conference call, Mack blamed
the write down on bad invest-
ments made by a "small team"
that has since been let go.

For the year, Morgan Stan-
ley earned \$3.44 billion, down
62% from \$9.1 billion in 2006.

Free Press news services

Hearing Date And Time: January 17, 2008 At 10:00 a.m.
Objection Deadline: January 11, 2008 At 4:00 p.m.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re
DELPHI CORPORATION, et al.,
Debtors.

Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

NOTICE OF (1) APPROVAL OF DISCLOSURE STATEMENT; (2) HEARING ON
CONFIRMATION OF PLAN; (3) DEADLINE AND PROCEDURES FOR FILING
OBJECTIONS TO CONFIRMATION OF PLAN; (4) DEADLINE AND PROCEDURES
FOR TEMPORARY ALLOWANCE OF CERTAIN CLAIMS FOR VOTING PURPOSES;
(5) DEADLINE FOR ASSERTING CURE CLAIMS FOR ASSUMED CONTRACTS; (6)
TREATMENT OF CERTAIN UNLIQUIDATED, CONTINGENT, OR DISPUTED CLAIMS
FOR NOTICE, VOTING, AND DISTRIBUTION PURPOSES; (7) RECORD DATE; (8)
VOTING DEADLINE FOR RECEIPT OF BALLOTS; AND (9) PROPOSED RELEASES,
EXCULPATION, AND INJUNCTION IN PLAN

TO ALL CREDITORS AND INTEREST HOLDERS, INCLUDING EQUITY SECURITY
HOLDERS OF DELPHI CORPORATION AND ITS AFFILIATED DEBTORS-IN-POSSES-
SION:

PLEASE TAKE NOTICE that Delphi Corporation ("Delphi") and certain of its
subsidiaries and affiliates, debtors and debtors-in-possession in the above
captioned cases (collectively, the "Debtors"), are soliciting acceptances of the
First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain
Affiliates, Debtors And Debtors-In-Possession (as may be further amended or
modified, the "Plan") from holders of impaired claims and interests who are (or
may be) entitled to receive distributions under the Plan.

PLEASE TAKE FURTHER NOTICE that if the Plan is confirmed by the United
States Bankruptcy Court for the Southern District of New York (the "Bankruptcy
Court") the terms of the Plan will be binding on all holders of claims against,
and all current and former holders of equity security and other interests in, the
respective Debtors.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court has entered an
order on December 10, 2007 (the "Solicitation Procedures Order") (Docket No.
11389) approving the disclosure statement (the "Disclosure Statement") with
respect to the Plan and providing, among other things, that:

1. **Confirmation Hearing Date.** The hearing to consider confirmation of the
Plan (the "Confirmation Hearing"), will commence on **January 17, 2008 at
10:00 a.m.** (prevailing Eastern time) or as soon thereafter as counsel can be
heard, before the Honorable Robert D. Drain, United States Bankruptcy Court
for the Southern District of New York, One Bowling Green, Room 610, New York,
New York 10004. The Confirmation Hearing may be adjourned from time to time
by announcing the adjournment in open court, and the Plan may be further
modified, if necessary, under 11 U.S.C. § 1127 before, during, or as a result of
the Confirmation Hearing, without further notice to parties-in-interest.

2. **Objections To Confirmation.** January 11, 2008 at 4:00 p.m. (prevailing
Eastern time) (the "Objection Deadline") is fixed as the last date and time for fil-
ing and serving objections to confirmation of the Plan. To be considered, objec-
tions, if any, to confirmation of the Plan must (a) be in writing, (b) conform to
the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the
Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§
102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Estab-
lishing Omnibus Hearing Dates And Certain Notice, Case Management, And
Administrative Procedures, entered March 20, 2006 (Docket No. 2883) and the
Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in ac-
cordance with General Order M-242 (as amended) - registered users of the Bank-
ruptcy Court's case filing system must file electronically, and all other parties-
in-interest must file on a 3.5 inch disk (preferably in Portable Document For-
mat (PDF), WordPerfect, or any other Windows-based word processing format),
(d) be submitted in hard-copy form directly to the chambers of the Honorable
Robert D. Drain, United States Bankruptcy Judge, One Bowling Green, Room
632, New York, New York 10004, and (e) be served upon (1) Delphi Corporation,
5725 Delphi Drive, Troy, Michigan 48068 (Att'n: General Counsel), (ii) counsel
to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker
Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iii) coun-
sel for the agent under the postpetition credit facility, Davis Polk & Wardwell,
450 Lexington Avenue, New York, New York 10017 (Att'n: Donald Bernstein and
Brian Resnick), (iv) counsel for the official committee of unsecured creditors,
Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n:
Robert J. Rosenberg and Mark A. Broude), (v) counsel for the official committee
of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New
York Plaza, New York, New York 10004 (Att'n: Bonnie Steingart), (vi) counsel for
A-D Acquisition Holdings, LLC c/o Appaloosa Management L.P., White & Case
LLP, Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900,
Miami, Florida 33131 (Att'n: Thomas E. Lauria) and White & Case LLP, 155
Avenue of the Americas, New York, New York 10036 (Att'n: Glenn M. Kurtz and
Gregory Pryor), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd.,
White & Case LLP, Wachovia Financial Center, 200 South Biscayne Boulevard,
Suite 4900, Miami, Florida 33131 (Att'n: Thomas E. Lauria) and White & Case
LLP, 155 Avenue of the Americas, New York, New York 10036 (Att'n: John M.
Reiss and Gregory Pryor), (viii) Counsel for General Motors Corporation, Weil,
Gotshal & Manges LLP, 767 Fifth Avenue New York, New York 10153 (Att'n: Jef-
frey L. Tanenbaum, Michael P. Kessler, and Robert J. Lemons), and (ix) the Office
of the United States Trustee for the Southern District of New York, 33 Whitehall
Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonard), in
each case so as to be received no later than the **Objection Deadline**. Objec-
tions not timely filed and served in the manner set forth above shall not be
considered and shall be deemed overruled.

3. **Temporary Allowance Of Claims.** The following persons or entities, among
others, are not entitled to vote on the Plan and, therefore, will not receive a bal-
lot: holders of (a) unimpaired claims, (b) claims and interests who will receive no
distribution under the Plan, (c) claims and interests that have been scheduled
as contingent, unliquidated, or disputed and for which (i) no proof of claim was
timely filed and (ii) no Rule 3018(a) Motion (as defined below) has been filed by
the Rule 3018(a) Motion Deadline (as defined below), and (d) claims and inter-
ests that are the subject of an objection filed by the Debtors (except to the extent
and in the manner as may be set forth in the objection). If you disagree with the
Debtors' classification of, or objection to, your claim or interest and believe that
you should be entitled to vote on the Plan, then you must (a) have timely filed a
proof of claim by the applicable bar date or your proof of claim must be deemed
timely filed by an order of the Bankruptcy Court before the Voting Deadline, (y)
contact the Creditor Voting Agent (as set forth below) to obtain a ballot and file
the ballot by the Voting Deadline (as defined below), and (z) timely file and serve
a motion for order under Fed. R. Bankr. P. 3018(a) (a "Rule 3018(a) Motion")
seeking temporary allowance of your claim for the purpose of accepting or
rejecting the Plan. The Rule 3018(a) Motion must be filed with the Clerk of the
Court on or before **January 2, 2008 at 4:00 p.m.** (prevailing Eastern time) (the
"Rule 3018(a) Motion Deadline") and served so as to be received by the Notice
Parties (as defined in the Solicitation Procedures Order) by the Rule 3018(a)
Motion Deadline in accordance with the procedures set forth in the Solicitation
Procedures Order: provided, however, that if the Debtors object to a claim or
interest after December 21, 2007, the Rule 3018(a) Motion Deadline would be
extended for that claim or interest such that the deadline would be ten days fol-
lowing the filing of the Debtors' objection.

4. **Provisional Votes.** Any party who has (a) timely filed a proof of claim (as
stated above) and (b) files and serves a Rule 3018(a) Motion in accordance
with the paragraph above shall be permitted to cast a provisional vote to accept
or reject the Plan. If, and to the extent that, the Debtors and such party are
unable to resolve the issues raised by the Rule 3018(a) Motion before the Vot-
ing Deadline, then at the Confirmation Hearing the Court will determine whether

the provisional ballot is to be counted as a vote on the Plan and, if so, in what
amount. Rule 3018(a) Motions that are not timely filed and served in the man-
ner set forth above will not be considered, and the claims or interests referred to
therein will not be counted in determining whether the Plan has been accepted or
rejected.

5. **Cure Claim Submission Deadline.** The Plan provides that any contracts not
specifically identified as rejected contracts in Exhibit 8.1(a) to the Plan (to be
filed on December 28, 2007, and available at no charge as set forth in para-
graph 10 below) will be assumed under the Plan. Any party to an executory con-
tract or unexpired lease that is not rejected and to whom the Debtor did not send a
Cure Amount Notice pursuant to Article 8.2(a) of the Plan, and who wishes to
assert that cure is required as a condition of assumption of its contract, must
file a proposed cure claim ("Cure Claim") in accordance with Article 8.2(b) of the
Plan within 45 days after entry of an order confirming the Plan (the "Cure Claim
Submission Deadline"), after which the Debtors or Reorganized Debtors, as the
case may be, will have 45 days to file any objections thereto. Should a party to
an executory contract or unexpired lease not file a proposed Cure Claim by the
Cure Claim Submission Deadline in accordance with the procedures set forth in
Article 8.2(b) of the Plan, then any default then existing will be deemed cured
as of the day following the Cure Claim Submission Deadline and such party will
forever be barred from asserting against the Debtors or the Reorganized Debt-
ors, as applicable, a claim that arose on or prior to the confirmation date of the
Plan. If there is a dispute regarding (i) the nature or amount of any Cure Amount,
(ii) the ability of any Reorganized Debtor or any assignee to provide "adequate
assurance of future performance" (within the meaning of section 365 of the
Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other
matter pertaining to assumption, the matter shall be set for hearing in the Bank-
ruptcy Court on the next available hearing date, or such other date as may be
agreed upon, and cure, if any, shall occur following the entry of a final order
of the Bankruptcy Court resolving the dispute and approving the assumption
or assumption and assignment, as the case may be; provided, however, that if
there is a dispute as to the amount of cure that cannot be resolved consensu-
ally among the parties, the Debtors shall have the right to reject the contract
or lease for a period of five days after entry of a final order establishing a cure
amount in excess of that asserted by the Debtors.

6. **Treatment Of Certain Claims.** Any holder of a claim that (a) is scheduled
in the Debtors' schedules of assets and liabilities, dated April 18, 2006, or any
amendment thereof (the "Schedules"), at zero or in an unknown amount or as
disputed, contingent, or unliquidated and is not the subject of a timely filed
proof of claim or a proof of claim deemed timely filed with the Bankruptcy Court
under either the Bankruptcy Code or any order of the Bankruptcy Court or oth-
erwise deemed timely filed under applicable law, or (b) is not scheduled and is
not the subject of a timely filed proof of claim or a proof of claim deemed timely
filed with the Bankruptcy Court under either the Bankruptcy Code or any order of
the Bankruptcy Court or otherwise deemed timely filed under applicable law, will
not be treated as a creditor with respect to the claim for purposes of (i) receiv-
ing notices regarding, or distributions under, the Plan or (ii) voting on the Plan.
Unless otherwise provided in the Plan, any holder of a claim who is otherwise
entitled to vote on the Plan and who filed against the Debtors a proof of claim
reflecting a claim or portion of a claim that is unliquidated, will have such claim
allowed temporarily for voting purposes only, and not for purposes of allow-
ance or distribution, for that portion of the claim that is not unliquidated and no
amount shall be allocated for voting purposes on account of the unliquidated
portion. Fully unliquidated claims shall be counted for purposes of determin-
ing whether a sufficient number of the allowed claims in the applicable class
has voted to accept the Plan, but the allowed amount of the fully unliquidated
claim shall be \$1.00 for voting purposes, subject to the right of the holder to file
a Rule 3018(a) Motion. Unless otherwise provided in the Plan, any holder of a
claim that is contingent will have such claim temporarily disallowed for voting
purposes, subject to the right of such holder to file a Rule 3018(a) Motion.

7. **Record Date.** November 26, 2007 is the record date for determining (a)
the holders of Debtors' publicly traded debt and equity securities (the "Securi-
ties") entitled to receive solicitation packages and (b) the creditors entitled to
vote to accept or reject the Plan.

8. **Voting Deadline.** If you hold a claim against or an equity interest or other
interest in one of the Debtors as of November 26, 2007, the Record Date as
established in the Solicitation Procedures Order, and are entitled to vote to
accept or reject the Plan, you have received this Notice with a ballot form and
voting instructions appropriate for your claim or interest. For your vote to be
counted, ballots to accept or reject the Plan must be executed, completed, and
RECEIVED BY 7:00 p.m. (prevailing Eastern time) on **January 11, 2008** (the "Vot-
ing Deadline") by the appropriate voting agent, Financial Balloting Group (the
"Securities Voting Agent"), for holders of Securities, or Kurtzman Carson Con-
sultants LLC (the "Creditor Voting Agent"), for all other creditors, at:

Securities Voting Agent Delphi Corporation, et al. c/o Financial Balloting Group 757 Third Avenue—3rd Floor New York, New York 10017 (866) 486-1727	Creditor Voting Agent Delphi Corporation, et al. c/o Kurtzman Carson Consultants LLC 2335 Alaska Avenue El Segundo, California 90245 (888) 249-2691
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Ballots may NOT be cast by facsimile transmission or other electronic means.
Ballots that are not received by the Voting Deadline will not be counted.

9. **Injunction To Enforce Releases And Exculation In The Plan.** The Plan pro-
poses to release and exculpate various parties and to enjoin the pursuit of
any claims subject to the releases and exculation. The releases generally
provide that the Debtors, the Debtors' present and certain former officers
and directors, the official committee of unsecured creditors, the official com-
mittee of equity security holders, the DIP Agent, the DIP lenders, all profes-
sionals retained in these cases, the plan investors, the unions representing
the Debtors' employees and former employees, General Motors Corporation,
and certain related persons and entities, will receive releases from the Debt-
ors' present and former creditors and equity security holders, certain hourly
employees and former employees of the Debtors, and certain related per-
sons and entities, with respect to any claims or causes of actions existing
as of the effective date of the Plan that relate to the Debtors or the Debtors'
chapter 11 cases. These released parties will also be excupated generally
from Debtor-related liability by all parties.

**You Are Advised To Carefully Review And Consider The Plan, Including The
Release, Exculation, And Injunction Provisions, As Your Rights Might Be
Affected.**

10. **Information And Documents.** Copies of the Disclosure Statement, the
Plan, and any exhibits thereto are publicly available along with the docket and
other case information by accessing the Delphi Legal Information Website set
forth below and may also be obtained, upon reasonable written request, from
the Creditor Voting Agent at the address set forth above.

Delphi Legal Information Hotline: Delphi Legal Information Website:
Toll Free: (800) 718-5305 http://www.delphidocket.com
International: (248) 813-2698

Dated: New York, New York, December 10, 2007

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

John Wm. Butler, Jr. (JB 4711) Kayalyn A. Marafioti (KM 9632)

George N. Panagakis (GP 0770) Thomas J. Matz (TM 5986)

Ron E. Meisler (RM 3026) Four Times Square

Nathan L. Stuart (NS 7872) New York, New York 10036

333 West Wacker Drive, Suite 2100

Chicago, Illinois 60606

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

2008-14007